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W. T. GRANT COMPANY ANNUAL REPORT

1945

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W. T. GRANT COMPANY ANNUAL REPORT 1945 Fiscal Year

To be submitted to the Meeting of Stockholders April 16, 1946 1441 Broadway, New York 18, N. Y.

BOARD OF DIRECTORS

William T. Grant, Chairman

John G. Byler Joseph W. Chinn Howland S. Davis Raymond H. Fogler Clayton E. Freeman John M. Hancock Ward Melville Robert R. Updegraff

William B. Warner

OFFICERS

William T. Grant, Chairman of the Board
Raymond H. Fogler, President and General Manager
Louis C. Lustenberger, Vice-President
John B. Boyle, Vice-President
Herbert K. Garges, Vice-President
Edward Staley, Vice-President
John G. Byler, Vice-President and Treasurer
Robert A. Seidel, Vice-President and Comptroller
George I. Mason, Secretary
M. F. Ketz, Assistant Comptroller

Executive Office 1441 Broadway, New York 18, N.Y.

Transfer Agent Guaranty Trust Company of New York Registrar Bankers Trust Company New York, N. Y.

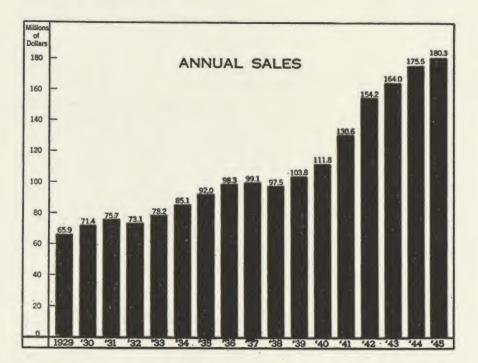
To the Stockholders of W. T. Grant Company:

This Annual Report contains the Consolidated Balance Sheet, Profit and Loss and Surplus Statements for the fiscal year ended on January 31, 1946.

Results of the Year

Sales were \$180,306,612, again the largest in the Company's history, but only \$4,845,788, or 2.76% above the previous year. Sales increased during the first half of the year, but declined during the latter half because of the unavailability of moderately priced consumer goods, principally in textile lines.

Payroll costs and operating expenses increased, and as a result earnings before taxes declined to \$12,568,092, as compared with \$14,811,069 in the prior year.



Federal taxes also declined and are estimated at \$8,358,000 as compared with \$10,719,000 in the previous year. Taxes are lower because of lower earnings and also because of the fact that one month's taxes of the 1945 fiscal year are computed under the new tax law which eliminates the excess profits tax.

Net earnings are \$4,210,092, slightly higher than the \$4,092,069 earned during the previous year. After dividends on the preferred stock, earnings were equivalent to \$1.60 per share on common stock, as compared with \$1.57 during the previous year on a comparable number of shares.

On January 31, 1946 current assets were \$51,069,460, including \$23,415,505 in cash and government bonds, and current liabilities were \$13,149,380. These amounts are after deducting from the estimated tax liability, United States tax notes amounting to \$8,351,232 purchased to meet such liability. Working capital amounted to \$37,920,080 at the year end, an increase of \$10,561,393 during the year, of which \$6,873,792 came from new financing. Surplus at the end of the year was \$26,938,412, an increase of \$888,037 during the year.

At the end of the year, merchandise inventories, including \$3,417,824 in transit, were \$26,922,287 which compares with inventories of \$21,707,697 a year ago. Currently, shortages in many important textile lines are more acute than at any time during the war. Governmental restrictions continue to severely handicap many important suppliers of low priced textile and apparel lines. Many hard line producers are similarly affected, but certain of these goods are beginning to reappear in moderate quantities.

As of March 1, 1946, 485 stores were in operation. 2 stores were closed permanently during the year and 3 stores are closed temporarily on account of fire.

Organization and Personnel

Total wages and compensation paid employees for the year were \$25,856,042. In addition the Company contributed \$1,085,799 to the Employees' Retirement Fund. The Company has kept closely in touch with the 1,298 employees who entered the military service. Of this group, 646 were New York Office executives, store managers, assistant managers and floormen. Of these, 344 have now returned or signified their intention of returning, and 103 are not expected to return. Of these employees, 21 made the supreme sacrifice in the service of their Country.

The expense of maintaining retirement benefits for our people who entered the service, normally shared by the individual and the Company, has been completely absorbed by the Company for those periods during which they were in war service. For all benefit purposes no interruption in the veteran's record of employment with the Company results from his absence due to service in connection with the war.

It is with deep regret that we announce the death on August 21, 1945 of James L. O'Neill, a member of the Board of Directors and of the Executive and Auditing Committees of the Board. Mr. O'Neill became a member of the Board in 1927. During his many years of association with the Company, he took an active interest and made an important contribution to its development.

New Financing

During the year, the Company prepared financially for continued growth in the post war period.

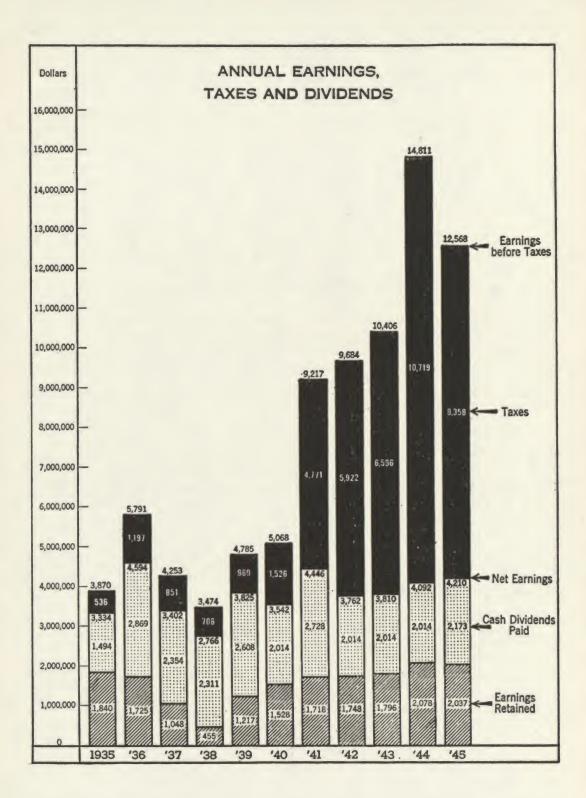
On July 18, 1945 the stockholders authorized a change in the Certificate of Incorporation to permit the issuance of 250,000 shares of \$100 par value preferred stock and a reduction in the par value of the common stock from \$10 per share to \$5 per share. Subsequently the Directors authorized the sale of 150,000 shares of 3¼% preferred stock at \$100 par value. With a portion of the proceeds the company called for redemption the outstanding 348,833¼ shares of \$20 par value 5% cumulative preferred stock at \$22 per share plus accrued dividend. From this refinancing, the company received an addition to its capital of \$6,873,792, after paying all expenses. As a result of the enlarged capital, the annual dividend requirement on the outstanding preferred stock increased from \$348,830 to \$562,500 per annum. With the reduction in the par value of the common stock from \$10 to \$5 per share, the outstanding shares of the common stock were split two for one. 2,378,708 common shares were outstanding at the end of the year, as compared with 1,189,354 shares at the end of the previous year.

Future Outlook

The Company plans extensive modernization and enlargement of existing stores and development of many properties acquired for post war expansion. Because current commercial construction costs are extremely high, the major portion of this program is being postponed temporarily. However, work is in process on a number of stores including one which will be larger in sales area than any now operated. It is hoped that the remainder of the program can be undertaken without undue delay.

The Fortieth Anniversary of the Company's founding will occur during 1946. It is believed that the year should be a very satisfactory one from a sales and profits standpoint. Although currently, the Company is severely handicapped by inability to obtain its customers' requirements in adequate quantities, it is anticipated that the supply situation will steadily improve as the year progresses, and as governmental restrictions are modified or eliminated.

Chairman of the Board of Directors



W. T. GRAN

AND SUBSIDIA CONSOLIDATED January

ASSETS

CURRENT ASSETS

Cash	\$13,020,415	
United States Government Securities — at cost (less than market) or redemption value	10,395,090	
Accounts receivable, claims, etc	731,668	
Merchandise inventories, including merchandise in transit — \$3,417,824 (at not in excess of the lower		
of cost or market)	26,922,287	\$51,069,460
OTHER ASSETS		
Cash surrender value of life insurance	\$ 1,891,622	
Advances to and security deposited with landlords — to be repaid over a term of years	255,550	
Real estate mortgages receivable	101,000	
Sundry accounts and investments	73,627	2,321,799
STORE PROPERTIES, FIXTURES AND IMPROVEMENTS		
(At Cost)		
Land	\$ 7,462,984	
Buildings \$4,242,641		
Less reserve for depreciation 1,459,257	2,783,384	
Furniture and fixtures \$7,817,591		
Less reserve for depreciation 4,622,662	3,194,929	
Alterations and improvements to leased properties (this amount is being amortized over a period not		
in excess of the term of the leases involved)	4,833,785	18,275,082
DEFERRED CHARGES		
Prepaid taxes, rents and insurance, supplies, etc.		1,612,834
		\$73,279,175
	liary, W. T. Grant H	

NOTE:—The subsidiary, W. T. Grant Realty Corporation, is continge created or assumed by it covering four store properties sub Company. There are no other contingent liabilities except

T COMPANY

RY COMPANY BALANCE SHEET 31, 1946

LIABILITIES

CURRENT LIABILITIES				
Accounts payable, including liability for a	nerchandise			
		\$1.	1,118,011	
Real estate mortgages and mortgage box within one year .	nds payable		040 014	
Accrued accounts	• • •		346,914	
Federal taxes on income — estimated	• • • • • •		1,677,687	
Less United States Tax Notes, at re- demption value, purchased for pay-	\$ 8,358,000			
ment of such taxes when due .	8,351,232	_	6,768	\$13,149,380
DEFERRED LIABILITIES				
Real estate mortgages and mortgage box	nds payable			
from 1947 to 1964				5,259,884
RESERVES				
For repainting stores		S	394,583	
For taxes or other contingencies			529,756	
For uninsured risks			113,620	1,037,959
CAPITAL STOCK AND SURPLUS				
Capital stock:				
Cumulative Preferred — \$100 par value:				
Authorized 250,000 shares				
Issued 150,000 shares of 33/4%				
series	\$15,000,000			
Common — par value \$5 per share:				
Authorized 3,000,000 shares				
Issued 2,381,108 shares (includ- ing 2,400 shares in treasury) .	11 000 540	00	000 5 10	
Surplus (of which \$15,295,784 was earn	11,893,540	220	6,893,540	
formation of the parent company on N	ovember 27			
1937, and \$11,642,628 was earned subs	equently) .	20	6,938,412	53,831,952
				\$73,279,175

ntly liable on mortgages, aggregating \$379,408 at January 31, 1946, sequently sold subject thereto and now under lease to W. T. Grant those incident to the normal course of the companies' business.

W. T. GRANT COMPANY

AND SUBSIDIARY COMPANY

CONSOLIDATED PROFIT AND LOSS STATEMENT

Fiscal Year Ended January 31, 1946

SALES	\$180,306,612
EXPENSES	165,538,423
	\$ 14,768,189
OTHER DEDUCTIONS, less sundry income of \$7,209 .	507,329
	\$ 14,260,860
DEDUCT:	
Provision for depreciation and amortization of lease- hold improvements . \$1,611,583	
hold improvements	1,692,768
PROFIT BEFORE FEDERAL TAXES ON INCOME	\$ 12,568,092
Provision for federal income taxes \$2,578,000	
Provision for federal excess profits tax 5,780,000	8,358,000
NET PROFIT FOR YEAR	\$ 4,210,092
CONSOLIDATED SURPLUS	
Fiscal Year Ended January 31, 1946	
BALANCE at February 1, 1945	\$ 26,050,375
ADD:	
Net profit for the year	4,210,092
	\$ 30,260,467
DEDUCT: Cash dividends paid: On 5% Cumulative Preferred Stock—\$20 par value (redeemed September 17, 1945):	
April 2, 1945 — 25¢ per share \$ 87,208	
July 2, 1945 — 25¢ per share	
On 3¼% Cumulative Preferred Stock — \$100 par value:	
October 1, 1945 — Dividend for period from	
August 14, 1945 to September 30, 1945 . 73,439	
January 2, 1946 — Dividend of 93¾¢ per share	
for three months ended December 31, 1945 . 140,626	
TOTAL PREFERRED DIVIDENDS	388,480
On Common Stock — \$10 par value: April 2, 1945 — 35¢ per share \$ 416,274	
$\begin{array}{cccccccccccccccccccccccccccccccccccc$	
October 1, 1945 — $40c$ per share	
On Common Stock — \$5 par value:	
January 2, 1946 — 20° per share	
TOTAL COMMON DIVIDENDS	1,784,032
Premium paid on redemption of 5% Cumulative Pre-	
ferred Stock, \$2 per share, plus sum equal to ac-	
crued dividends thereon to September 17, 1945	771,302
Expenses in connection with issuance and sale of	270 041
3%% Cumulative Preferred Stock	378,241
BALANCE at January 31, 1946	\$ 26,938,412

AUDITORS' REPORT

To the Board of Directors, W. T. Grant Company, New York, N. Y.

We have examined the consolidated balance sheet of W. T. Grant Company and its subsidiary as of January 31, 1946, and the consolidated statements of profit and loss and surplus of this Company and its subsidiary for the year then ended, have reviewed the system of internal control and the accounting procedures of the companies and, without making a detailed audit of the transactions, have examined or tested accounting records of the companies and other supporting evidence, by methods and to the extent we deemed appropriate. Our examination was made in accordance with generally accepted auditing standards applicable in the circumstances and included all procedures which we considered necessary.

In our opinion, the accompanying consolidated balance sheet and related consolidated statements of profit and loss and surplus present fairly the position of W. T. Grant Company and its subsidiary at January 31, 1946, and the results of the operations of the Company and its subsidiary for the year, in conformity with generally accepted accounting principles applied on a basis consistent with that of the preceding year.

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New York, N. Y. March 23, 1946. W. T. GRANT COMPANY COMPARATIVE CONSOLIDATED INCOME ACCOUNTS

FISCAL YEAR	1945	1944	1943	1942	1941
•	\$180,306,612	\$175,460,824	\$163,983,317	\$154,204,453 \$130,555,907	\$130,555,907
LESS: Cost of merchandise sold and operating expenses	165,538,423	158,562,535	151,762,469	142,736,506	119,952,762
	14,768,189	16,898,289	12,220,848	11,467,947	10,603,145
OTHER DEDUCTIONS (net)	507,329	313,773	22,980	32,521	(89,311)
	14,260,860	16,584,516	12,197,868	11,435,426	10,692,456
DEDUCT:					
Interest paid less interest earned	81,185	103,563	110,480	170,468	69,786
Provision for depreciation and amortization	1,611,583	1,669,884	1,681,043	1,581,235	1,405,277
Provision for federal income taxes	2,578,000	2,197,000	2,114,000	2,096,500	2,506,000
	5,780,000	8,522,000	4,482,000	3,825,000	1,400,000
		1	I	1	865,000
•	\$ 4,210,092	\$ 4,092,069	\$ 3,810,345	\$ 4,092,069 \$ 3,810,345 \$ 3,762,223 \$ 4,446,393	\$ 4,446,393

COMPARATIVE CONSOLIDATED SURPLUS ACCOUNTS

FISCAL YEAR (Which ends January 31st of subsequent calendar year) SURPLUS — BEGINNING OF YEAR ADD:	1945 . \$26,050,375	1944 \$23,972,232	1943 \$22,175,813	1942 \$20,427,516	5
Net income for year as above	. 4,210,092 30,260,467	4,092,069 28,064,301	3,810,345 25,986,158	3,762,223 24,189,739	4,446,393 23,155,054
DEDUCT: Preferred dividends	. 388,490	348,830	348,830	348,830	348,830
Common dividends	. 1,784,032	1,665,096	1,665,096	1,665,096	2,378,708
Premium on redemption of 5% preferred stock, etc.	. 771,302		1		1
Expenses in connection with stock issue, etc.	. 378,241			1	
SURPLUS - END OF YEAR	. \$26,938,412	\$26,050,375	\$23,972,232	\$22,175,813	\$20,427,516

COMPARATIVE CONSOLIDATED BALANCE SHEETS

1941	\$ 8,873,834	49,950	308,677	25,482,342	34,714,803	1,494,281	1	428,543		711,341	7,950,669	3,860,823	6,336,767	1,823,480	\$57,320,707		\$ 7,225,402	210/21/	913 881		2,946,416	11,937,478	4,889,898	22,140	265,630	865,000	42,750	6,976,755		11,893,540	010'172'07	\$57,320,707
1942	\$11.154.181	159,213	305,138	21,675,697	33,294,229	1,595,834	425,000	365,090		247,882	7,878,586	4,776,590	6,396,372	2,002,331	\$56,981,914		\$ 7,763,007	940 616	1 137 802	20010011	1,595,530	10,844,854	4,530,184	26,715	300,767	183,471	49,885	6,976,685		11,893,540	010'011'99	\$56,981,914
1943	\$11,490,309	199,424	517,411	24,132,446	36,339,590	1,692,036	923,000	312,733		107,188	8,105,514	4,564,650	5,833,000	2,089,540	\$59,967,251		\$ 8,655,847	145 200	1 329 048		1,520,000	11,650,184	4,783,870	31,265	324,638	267,429	67,418	6,976,675		11,893,540	40,01 4,404	\$59,967,251
1944	\$17.028.996	297,106	796,430	21,707,697	39,830,229	1,783,598	1,854,000	286,818		88,371	9,574,268	3,788,949	5,327,659	1,757,381	\$64,291,273		\$ 9,550,355	167 000	1 716 123		1,047,731	12,471,542	6,003,551	34,199	408,663	369,903	82,835	6,976,665		11,893,540	0100000	\$64,291,273
1945	\$13.020.415	10,395,090	731,668	26,922,287	51,069,460	1,891,622		255,550		174,627	10,246,368	3,194,929	4,833,785	1,612,834	\$73,279,175		\$11,118,011	10 370	1 677 687	100111011	6,768	13,149,380	5,259,884		394,583	529,756	113,620		15,000,000	11,893,540	712'000'07	\$73,279,175
AT END OF FISCAL YEAR (January 31st of subsequent calendar year)	ASSETS: Cosh	United States Government securities	Accounts receivable	Merchandise inventories	TOTAL CURRENT ASSETS	Cash surrender value of life insurance	Refundable portion of excess profits tax	y with lo	Miscellaneous investments, employees accounts	receivable, etc	Land and buildings, depreciated.	Furniture and fixtures, depreciated	Alterations and improvements (net)	Deferred charges	TOTAL ASSETS	LIABILITIES AND CAPITAL:	Accounts payable	Dividends payable	Acried accounts	Federal taxes on income — estimated (after deduction	of U.S. Tax Notes)	TOTAL CURRENT LIABILITIES	Real estate bonds and mortgages payable — deferred	Tenants deposits under leases	Reserve for repainting stores		Reserve for uninsured risks	Preferred - 5% cumulative \$20 par value .	Preferred - 3%% Cumulative \$100 par value	Common		TOTAL LIABILITIES AND CAPITAL



488 GRANT STORES

ALABAMA (6) Anniston Birmingham

Decatur Gadsden Huntsville Mobile

ARKANSAS (1) Pine Bluff

CALIFORNIA (10) Berkeley Fresno Huntington Park Los Angeles (2) Oakland Sacramento San Jose Santa Barbara Santa Monica

COLORADO (1) Denver

CONNECTICUT (26)

Bridgeport (2) Danbury Danielson Derby Greenwich Hartford Manchester Meriden Middletown Milford New Britain New Haven New London New Milford Putnam Rockville Southington Stamford Thomaston Thompsonville Torrington Wallingford Waterbury Willimantic Winsted

DELAWARE (3)

Dover Milford Wilmington

FLORIDA (6)

Jacksonville Lakeland Miami Orlando Tampa (2)

GEORGIA (7) Albany Atlanta Augusta

Augusta Brunswick Macon Savannah Valdosta

ILLINOIS (16)

Alton Aurora Belleville Chicago (3) Decatur East St. Louis Elgin Galesburg Jacksonville Joliet Peoria Quincy Rockford Springfield

INDIANA (8)

Evansville Gary Hammond Indianapolis Michigan City New Albany Newcastle South Bend

IOWA (4) Clinton Davenport Ottumwa Waterioo

KANSAS (4) Hutchinson Pittsburg Topeka Wichita

KENTUCKY (2) Louisville Paducah

LOUISIANA (5) Alexandria Baton Rouge Monroe New Orleans

Shreveport

MAINE (12)

Bangor Bath Brunswick Calais Fort Kent Gardiner Lewiston Old Town Portland Sanford Skowhegan Van Buren

MARYLAND (4)

Baltimore Cambridge Crisfield Hagerstown

MASSACHUSETTS (72)

Adams Arlington Athol Beverly Boston (12) Brockton Cambridge Chelsea Chicopee Clinton Danvers Easthampton Everett Fall River Fitchburg Framingham Franklin Gardner Gloucester **Great Barrington** Haverhill Holyoke Hudson Hyannis Lawrence Leominster Lynn (2) Malden Marlboro Medford Melrose Middleboro Milford Natick Needham New Bedford (2) Norfolk Downs North Adams North Attleboro Norwood Palmer Peabody Pittsfield Plymouth Reading

Rockland Salem Somerville Stoneham Taunton Watefield Waltham Watertown Webster Westfield Weymouth Woburn Wobrester

MICHIGAN (9)

Detroit (2) Grand Rapids Hamtramck Kalamazoo Lansing Muskegon Saginaw St. Joseph

MINNESOTA (4) Minneapolis Rochester St. Paul Winona

MISSISSIPPI (1) Jackson

MISSOURI (4) Kansas City St. Joseph St. Louis Springfield

NEBRASKA (2) Lincoln Omaha

NEW HAMPSHIRE (8)

Berlin Concord Derry Dover Manchester Nashua Portsmouth Rochester

NEW JERSEY (27)

Bayonne Bloomfield Bridgeton Burlington Camden Collingswood Dover Hackensack Hoboken Jersey City (3)

IN 39 STATES



Millville Mount Holly Newark (2) New Brunswick Passaic Paterson Plainfield Rahway Riverside Somerville Trenton Union City Vineland West New York

NEW YORK (85)

Albany Amsterdam Batavia Bath Bay Shore, L. I. Beacon Binghamton Buffalo (8) Canandaigua Carthage Corning Certland Donsville Elmira Freeport, L. I. Geneva Glen Cove, L. I. **Glens** Falls Gouverneur Great Neck, L. I. Hempstead, L. I. Herkimer Hudson Falls Huntington, L. I. Ilion Jamestown Johnstown Kenmore Kingston Lackawanna Lockport Lynbrook, L. I. Mechanicville Medina Middletown New York Bronx (4) Brooklyn (2) Manhattan (4) Queens (4) New Rochelle Niagara Falls Norwich Olean Oneida Oneonta Oyster Bay, L. I. Patchogue, L. I. Penn Yan Port Chester

Port lervis Poughkeepsie Riverhead, L. I. Rochester Rockville Centre, L. I. Rome Schenectady Seneca Falls Syracuse (2) Tonawanda Troy Utica Watertown Warsaw Westfield Wellsville White Plains Yonkers NORTH CAROLINA (10) Charlotte Concord Elizabeth City Goldsboro Greensboro Greenville Hickory Kannapolis Kinston Raleigh NORTH DAKOTA (1) Fargo OHIO (26) Akron Barberton Bellaire Bellevue Cambridge Canton Circleville Cleveland Columbus Connegut Davton Delphos East Liverpool Elyria Kent Lima Mansfield Marion

New Philadelphia Newark Norwalk Portsmouth Steubenville Toledo Youngstown OKLAHOMA (2)

Middletown

Muskogee Oklahoma City

PENNSYLVANIA (63) Altoona Bangor

Beaver Falls Berwick Blairsville Bloomsburg Butler Carlisle Chambersburg Columbia Conshohocken Donville Elizabethtown Ellwood City Erie Freeland Greenville Hazleton Homestead Honesdale Huntingdon Jeannette Johnstown Lancaster Lock Haven McKeesport Mahanoy City Middletown Milton Mount Pleasant New Kensington Norristown Oil City Palmerton Philadelphia (4) Phillipsburg Phoenixville Pittston Pittsburch (2) Pottstown Pottsville Reading Sayre Scranton Shamokin Shippensburg Sunbury Tarentum Titusville Towanda Uniontown Upper Darby Washington Waynesboro West Chester Wilkinsburg Williamsport Windber York

RHODE ISLAND (5)

Newport Pawtucket Providence West Warwick Woonsocket

SOUTH CAROLINA (3)

Charleston Columbia Greenville

TENNESSEE (5)

Bristol Chattanooga Kingsport Memphis Nashville

TEXAS (13)

Abilene Becumont Brownsville Corpus Christi Dallas El Paso Fort Worth Galveston Houston Port Arthur San Antonio Waco Wichita Falls

UTAH (2) Ogden Salt Lake City

VERMONT (5) Bennington Burlington Newport St. Johnsbury Springfield

VIRGINIA (13)

Charlottesville Clifton Forge Danville Fredericksburg Norfolk Harrisonburg Hopewell Lynchburg Newport News Petersburg Portsmouth Richmond Rocmoke

WEST VIRGINIA (6)

Beckley Clarksburg Elkins Huntington Parkersburg Weston

WISCONSIN (7)

Fond du Lac Green Bay Madison Milwaukee (2) Oshkosh Sheboygan



